

**UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF DELAWARE**

ALTSHARES EVENT-DRIVEN ETF, on  
behalf of itself and all others similarly  
situated,

Plaintiff,

vs.

FOCUS FINANCIAL PARTNERS, INC.,  
RUEDIGER ADOLF, RAJINI SUNDAR  
KODIALAM, JAMES D. CAREY, FAYEZ  
S. MUHTADIE, GEORGE S. LEMIEUX,  
ELIZABETH R. NEUHOFF, JOSEPH  
FELICIANI, Jr., JAMES SHANAHAN,  
LEONARD CHANG, and J. RUSSELL  
MCGRANAHAN,

Defendants.

Case No.

CLASS ACTION

**MOTION TO FILE COMPLAINT UNDER SEAL**

Plaintiff AltShares Event-Driven ETF (“Plaintiff” or “AltShares”) by and through its undersigned attorneys and for the benefit of the defendant, Focus Financial Partners, Inc. (“Focus Financial” or the “Company”), moves for leave to file its complaint (“Complaint”) against Defendants Focus Financial, Ruediger Adolf, Rajini Sundar Kodialam, James Shanahan, Leonard Chang, J. Russell McGranahan, George S. LeMieux, Elizabeth R. Neuhoff, Greg S. Morganroth, Joseph Feliciani, Jr., James D. Carey, and Faye S. Muhtadie (“Defendants”), and, in support thereof, states as follows:

1. Plaintiff’s Complaint seeks to remedy Defendants’ violations of §§ 10(b), 14(a), and 20(a) of the Securities Exchange Act of 1934.
2. On November 2, 2023, Plaintiff filed a Notice of Challenge to Confidential

Treatment (the “Challenge”) of certain pleadings and exhibits filed in the matter *Police & Fire Retirement System v. Focus Financial Partners Inc.*, No. 2023-0711-SEM, pending in the Delaware Court of Chancery.

3. On November 22, 2023, Focus Financial agreed to produce certain confidential information sought in the Challenge in exchange for Plaintiff withdrawing the Challenge and entering into a negotiated Production, Confidentiality, and Non-Disclosure Agreement (the “Confidentiality Agreement”).

4. Section 8 of the Confidentiality Agreement requires Plaintiff to file any complaint or other pleading referencing the material produced under the Confidentiality Agreement under seal.

5. Plaintiff’s Complaint refers throughout to material subject to the Confidentiality Agreement.

6. Plaintiff respectfully submits good cause exists to initially seal the Complaint because without the protections sought herein, Defendants would likely assert Plaintiff breached the Confidentiality Agreement by publicly filing the Complaint.

7. Thus, Plaintiff respectfully requests that the Court enter an Order: (1) granting Plaintiff leave to file the Complaint under seal; (2) in the event Defendants contend the Complaint shall remain sealed, requiring Defendants to move to maintain the sealing of the Complaint within 21 days of service of the Complaint; and (3) in the event Defendants agree the Complaint should be public or fail to move as required in subpart (2) above, requiring Plaintiff to publicly file the Complaint within 28 days of service of the Complaint.

WHEREFORE, Plaintiff respectfully requests that the Court grant this Motion and such further relief as the Court deems just and proper.

Plaintiff respectfully requests a trial by jury on all issues so triable.

Dated: December 26, 2023

Respectfully submitted,

**FARNAN LLP**

By: /s/ Michael J. Farnan

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